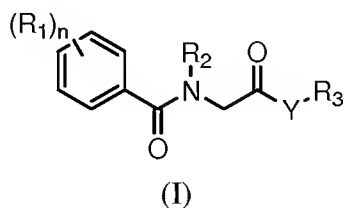


***Amendments to the Claims***

The listing of claims will replace all prior versions, and listings of claims in the application:

Listing of claims:

Claim 1. (Currently Amended) A compound of Formula I:



in which:

Y is O;

n is selected from 0, 1, 2, 3 and 4;

R<sub>1</sub> is halo, methyl, ethyl or trifluoromethyl;

R<sub>2</sub> is selected from phenyl, benzo[1,3]dioxolyl, benzthiazolyl and 2,3-dihydro-benzo[1,4]dioxinyl, each of which is substituted by 1 to 5 radicals independently selected from trifluoro-methoxy, difluoro-methoxy, methyl-sulfanyl, methyl-carbonyl-amino, formamidyl, trifluoro-methyl, amino-carbonyl, methyl-sulphanyl, methyl-formamidyl, methyl-carbonyl, ethenyl, methoxy-carbonyl, cyano-methyl, substituted phenyl, optionally substituted isoxazolyl, optionally substituted pyrazolyl, optionally substituted pyrrolidinyl-carbonyl, substituted phenoxy, optionally substituted phenyl-carbonyl, optionally substituted pyridinyl, optionally substituted 1H-indolyl, optionally substituted pyrimidinyl, optionally substituted thiophenyl, optionally substituted benzoxy, optionally substituted furanyl, optionally substituted 2,3-dihydro-benzo[1,4]dioxinyl and optionally substituted [1,3]dioxolanyl,  
and R<sub>2</sub> is selected from benzo[1,3]dioxolyl, cyclopentyl, benzoxazolyl, ~~benzthiazolyl~~, ~~2,3-dihydro-benzo[1,4]dioxinyl~~, 2,3-dihydro-benzofuranyl, 1H-indazolyl, 1H-indolyl, naphthyl and 2-oxo-2,3-dihydro-1H-indol-5-yl, each of which is optionally

substituted by 1 to 5 radicals independently selected from halo, hydroxy, methoxy, trifluoro-methoxy, difluoro-methoxy, ethyl, methyl-sulfanyl, methyl-carbonyl-amino, formamidyl, trifluoro-methyl, methyl, amino-carbonyl, dimethyl-amino, methyl-sulphanyl, methyl-formamidyl, methyl-carbonyl, ethenyl, methoxy-carbonyl, isopropyl, isopropoxy, cyano-methyl, optionally substituted phenyl, optionally substituted isoxazolyl, optionally substituted pyrazolyl, optionally substituted pyrrolidinyl-carbonyl, optionally substituted phenoxy, optionally substituted phenyl-carbonyl, optionally substituted pyridinyl, optionally substituted 1H-indolyl, optionally substituted pyrimidinyl, optionally substituted thiophenyl, optionally substituted benzoxy, optionally substituted furanyl, optionally substituted 2,3-dihydro-benzo[1,4]dioxinyl and optionally substituted [1,3]dioxolanyl; wherein the optional substituents are selected from 1-3 groups selected from halo, methyl, cyano, carboxy, carboxy-methyl, cyano-methyl, methoxy, methoxy-methyl, hydroxy-methyl, t-butoxy-carbonyl-amino, methyl-carbonyl-amino, methoxy-carbonyl, phenyl, t-butyl, butyl, isopropyl, methyl-sulfonyl-amino, hydroxy, cyclopropyl-formamidyl, methoxy-methyl-amino-carbonyl, cyclopentyl-formamidyl, 2-methoxy-propionyl, dimethyl-amino-carbonyl, phenyl-sulfonyl, methyl-sulfonyl, ethoxy-carbonyl, t-butoxy-carbonyl, methyl-sulfonyl-amino, phenoxy, methyl-amino-carbonyl, diethyl-amino-carbonyl, t-butyl-amino-carbonyl, isobutyl-formamidyl, formamidyl, pyrrolidinyl-carbonyl, benzyl-formamidyl, morpholino-carbonyl, ethyl-formamidyl, methoxy-carbonyl-ethyl, benzyl, butoxy, ethoxy, trifluoro-methyl, ethoxy-carbonyl-methyl, 1-oxo-1,3-dihydro-isobenzofuran-5-yl, amino-sulfonyl, chloro-methyl-carbonyl-amino, 2-oxo-piperidin-1-yl, ethyl, ethanoic acid, 1-methylethanoic acid, trifluoro-methoxy, hydroxy-carbonyl, methyl-carbonyl-amino-methyl, 4-oxo-piperidin-1-yl-carbonyl, acetyl-amino, carbonyl-methyl, dimethyl-amino, benzo-amino-carbonyl, methoxy-carbonyl-amino and 1-carboxy-ethyl;

R<sub>3</sub> is selected from *t*-butyl, 1,1-dimethyl-butyl, methyl-cyclopentyl, 1,1-dimethyl-propyl, 1-ethyl-1-methyl-propyl, 1,1-dimethyl-2-methyl-propyl and methyl-cyclohexyl; and the pharmaceutically acceptable salts thereof.

Claim 2. (Currently Amended) The compound of claim 1, or pharmaceutically acceptable salt thereof, in which

n is selected from 0, 1, 2 and 3;

R<sub>1</sub> is chloro, fluoro, methyl or trifluoromethyl;

R<sub>2</sub> is selected from phenyl, benzo[1,3]dioxolyl, benzthiazolyl and 2,3-dihydro-benzo[1,4]dioxinyl, each of which is substituted by 1 to 3 radicals independently selected from trifluoro-methoxy, difluoro-methoxy, methyl-sulfanyl, methyl-carbonyl-amino, formamidyl, trifluoro-methyl, amino-carbonyl, methyl-sulphanyl, methyl-formamidyl, methyl-carbonyl, ethenyl, methoxy-carbonyl, cyano-methyl, substituted phenyl, optionally substituted isoxazolyl, optionally substituted pyrazolyl, optionally substituted pyrrolidinyl-carbonyl, substituted phenoxy, optionally substituted phenyl-carbonyl, optionally substituted pyridinyl, optionally substituted 1H-indolyl, optionally substituted pyrimidinyl, optionally substituted thiophenyl, optionally substituted benzoxy, optionally substituted furanyl, optionally substituted 2,3-dihydro-benzo[1,4]dioxinyl and optionally substituted [1,3]dioxolanyl,

and R<sub>2</sub> is selected from benzo[1,3]dioxolyl, cyclopentyl, benzoxazolyl, ~~benzthiazolyl~~, ~~2,3-dihydro-benzo[1,4]dioxinyl~~, 2,3-dihydro-benzofuranyl, 1H-indazolyl, 1H-indolyl, naphthyl and 2-oxo-2,3-dihydro-1H-indol-5-yl, each of which is optionally substituted by 1 to 3 radicals independently selected from halo, hydroxy, methoxy, trifluoro-methoxy, difluoro-methoxy, ethyl, methyl-sulfanyl, methyl-carbonyl-amino, formamidyl, trifluoro-methyl, methyl, amino-carbonyl, dimethyl-amino, methyl-sulphanyl, methyl-formamidyl, methyl-carbonyl, ethenyl, methoxy-carbonyl, isopropyl, isopropoxy, cyano-methyl, optionally substituted phenyl, optionally substituted isoxazolyl, optionally substituted pyrazolyl, optionally substituted pyrrolidinyl-carbonyl, optionally substituted phenoxy, optionally

substituted phenyl-carbonyl, optionally substituted pyridinyl, optionally substituted 1H-indolyl, optionally substituted pyrimidinyl, optionally substituted thiophenyl, optionally substituted benzoxy, optionally substituted furanyl, optionally substituted 2,3-dihydro-benzo[1,4]dioxinyl and optionally substituted [1,3]dioxolanyl, wherein the optional substituents are selected from 1-3 groups selected from halo, methyl, cyano, carboxy, carboxy-methyl, cyano-methyl, methoxy, methoxy-methyl, hydroxy-methyl, t-butoxy-carbonyl-amino, methyl-carbonyl-amino, methoxy-carbonyl, phenyl, t-butyl, butyl, isopropyl, methyl-sulfonyl-amino, hydroxy, cyclopropyl-formamidyl, methoxy-methyl-amino-carbonyl, cyclopentyl-formamidyl, 2-methoxy-propionyl, dimethyl-amino-carbonyl, phenyl-sulfonyl, methyl-sulfonyl, ethoxy-carbonyl, t-butoxy-carbonyl, methyl-sulfonyl-amino, phenoxy, methyl-amino-carbonyl, diethyl-amino-carbonyl, t-butyl-amino-carbonyl, isobutyl-formamidyl, formamidyl, pyrrolidinyl-carbonyl, benzyl-formamidyl, morpholino-carbonyl, ethyl-formamidyl, methoxy-carbonyl-ethyl, benzyl, butoxy, ethoxy, trifluoro-methyl, ethoxy-carbonyl-methyl, 1-oxo-1,3-dihydro-isobenzofuran-5-yl, amino-sulfonyl, chloro-methyl-carbonyl-amino, 2-oxo-piperidin-1-yl, ethyl, ethanoic acid, 1-methylethanoic acid, trifluoro-methoxy, hydroxy-carbonyl, methyl-carbonyl-amino-methyl, 4-oxo-piperidin-1-yl-carbonyl, acetyl-amino, carbonyl-methyl, dimethyl-amino, benzo-amino-carbonyl, methoxy-carbonyl-amino and 1-carboxy-ethyl.

Claim 3. (Cancelled)

Claim 4. (Cancelled)

Claim 5. (Previously presented) A pharmaceutical composition comprising a therapeutically effective amount of a compound of claim 1, or pharmaceutically acceptable salt thereof, in combination with a pharmaceutically acceptable excipient.

Claim 6. (Withdrawn) A method for treating a disease in an animal in which modulation of LXR activity can prevent, inhibit or ameliorate the pathology and/or symptomatology of the

disease, which method comprises administering to the animal a therapeutically effective amount of a compound of claim 1.

Claim 7. (Withdrawn-currently amended) The method of claim 6, wherein the diseases or disorder are selected from cardiovascular disease, diabetes, and neurodegenerative diseases~~and inflammation~~.

Claim 8. (Cancelled)

Claim 9. (Cancelled)

Claim 10. (Withdrawn) The method of claim 9 further comprising administering a therapeutically effective amount of a compound of claim 1 in combination with another therapeutically relevant agent.

Claim 11. (Cancelled)

Claim 12. (New) The compound of claim 1, wherein the compound is selected from:

